

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

OFFICE OF
MANAGING DIRECTOR

JAN 15 2003

William H. Wilhelm, Jr.
Douglas D. Orvis II
Swidler Berlin Sheriff Friedman, LLP
3000 K Street, NW, Suite 300
Washington, D.C. 20007-5116

Re: Request for Waiver of **FY** 2002 Regulatory Fee
Fee Control No.: 00000RROG-03-046

Dear Counsel:

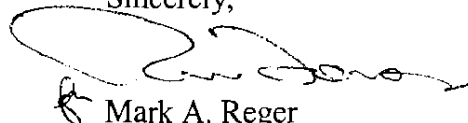
This letter responds to your request dated September 25, 2002 for waiver of common carrier regulatory fees for Fiscal Year (FY) 2002 in the amount of approximately \$135,000 submitted on behalf of Lightyear Communications, Inc. and Lightyear Telecommunications, LLC ("Lightyear Companies").

You recite that the Lightyear Companies, together with their parent company, Lightyear Holdings, Inc., filed voluntary petitions for protection under the United States Bankruptcy Code on April 29, 2002. In support you submit copies of the filings made by the Lightyear Companies in the United States Bankruptcy Court, Western District of Kentucky. In view of the ongoing bankruptcy, you request a waiver of the requisite regulatory fees.

The Commission will grant waivers of its regulatory fees on a sufficient showing of financial hardship. Evidence of bankruptcy or receivership is sufficient to establish financial hardship. See Implementation of Section 9 of the Communications Act, 10 FCC Rcd 12759, 12761-62 (1995) (waivers granted for licensees whose stations are bankrupt, undergoing Chapter 11 reorganization, or in receivership). You have submitted information showing that the Lightyear Companies have been the subject of Chapter 11 bankruptcy proceedings since April 29, 2002. Therefore, your request for waiver of the FY 2002 regulatory fees is granted.

If you have any questions concerning this letter, please contact the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,



Mark A. Reger
Chief Financial Officer

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

ORIGINAL

THE WASHINGTON HARBOUR
3000 K STREET, NW, SUITE 300
WASHINGTON, DC 20007-5116
TELEPHONE (202) 424-7500
FACSIMILE (202) 424-7645
WWW.SWJDLAW.COM

NEW YORK OFFICE
THE CHRYSLER BUILDING
405 LEXINGTON AVENUE
NEW YORK, NY 10174
TEL. (212) 973.0111
FAX (212) 891-9598

September 25, 2002

RECEIVED

SEP 25 2002

VIA COURIER

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Marlene H. Dortch, Secretary
Federal Communications Commission
236 Massachusetts Avenue, NE, Suite 100
Washington, D.C. 20002

Attn: Office of Managing Director, Regulatory Fee Waiver/Reduction Request

RE: Regulatory Fees of Lightyear Communications, **Inc.** and Lightyear
Telecommunications, **LLC**

Dear Secretary Dortch:

Enclosed for submission please find the completed Form 159 for Lightyear Communications, Inc. and Lightyear Telecommunications, LLC ("Lightyear Companies") for the submission of regulatory fees, based on 2001 revenue of the Lightyear Companies. Please note that, while the Lightyear Companies have completed this form and submitted it to the Commission, the Lightyear Companies have not enclosed a payment for these fees.

The Lightyear Companies, along with its parent company, Lightyear Holdings, Inc. ("Holdings"), collectively "Lightyear," filed a voluntary petition for protection under the U.S. Bankruptcy Code on April 29, 2002. For the reasons outlined below, Lightyear maintains that payment of the Regulatory Fees at this time would be inconsistent with U.S. Bankruptcy Law.

By Lightyear's calculation, the Lightyear Companies owe approximately \$135,000 in common carrier regulatory fees. These fees are calculated at a rate of \$.00153 per \$1 as reported on the Lightyear Companies' Form 499-A, filed April 1, 2002, and based on calendar year 2001 revenue. Because these revenues *are* based on revenue from calendar year 2001, Lightyear maintains that these fees are properly categorized as pre-petition debt.

Under U.S. Bankruptcy law, a debtor cannot pay a debt designated as pre-petition absent approval of the supervising U.S. Bankruptcy Court. If the Commission wishes to make a claim

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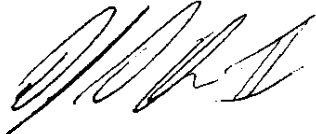
with the supervising court, the Commission must file a proof of claim with the U.S. Bankruptcy Court for the Western District of Kentucky.

Moreover, under Commission rules, a company that has filed for bankruptcy is a new entity. Carriers that file for bankruptcy protection must file a notice of this filing with the Commission. Lightyear filed such a letter with the Commission on May 23, 2002. In establishing this rule, the Commission noted that a bankruptcy is *aproforma* transfer of control. In this case, the new Lightyear entity, established on April 29, 2002, does not have regulatory fee payments outstanding for last year.

Under the Commission's Regulatory Fee payment guidelines, a company can request waiver of the payment of the regulatory fees at the time of filing of the regulatory fees. While payment under protest is preferred, companies can withhold payment where payment of the fee would be a hardship for the company in question. Because payment of the fee could constitute a violation of applicable U.S. Bankruptcy laws, Lightyear hereby withholds payment, absent order from the U.S. Bankruptcy Court.

If you have any questions in this matter, please contact the undersigned

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'W.B. Wilhelm, Jr.', written over a horizontal line.

William B. Wilhelm, Jr.
Douglas D. Orvis II

Counsel for the Lightyear Companies

Enclosure

cc: Pittsburgh Lockbox: #358835

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY OMB

3060-0589

Page No. 1 of 1

(1) LOCKBOX # 358835

SPECIAL USE

FCC USE ONLY

(2) PAVER NAME (if paying by credit card, enter name exactly as it appears on your card)

LIGHTYEAR COMMUNICATIONS, INC.

(3) TOTAL AMOUNT PAID (dollars and cents)

\$125,801.88

(6) CITY

(7) STATE KY

(8) ZIP CODE 40223

(9) DAYTIME TELEPHONE NUMBER (include area code)

502/326-2848

(10) COUNTRY CODE (if not in U.S.A.)

(11) PAYER (FRN)

0003-7731-32

(12) PAYER (TIN)

61-1240037

(16) CITY

(17) STATE

(18) ZIP CODE

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

0003-7731-32

(22) APPLICANT (TIN)

61-1240037

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) FCC CALL SIGN/OTHER ID

812066-2002

(24A) PAYMENT TYPE CODE (PTC)

0272

(25A) QUANTITY

\$81,223,454

(26A) FEE DUE FOR (PTC)

(27A) TOTAL FEE

\$125,801.88

FCC USE ONLY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, Douglas D. Orvis II

certify under penalty of perjury that the foregoing and supporting
correct to the best of my knowledge, information and belief. SIGNATURE

DATE

25 Jan 02

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described

SIGNATURE

DATE

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY OMB

3060-0589

Page No. 1 of 1

(1) LOCKBOX # 358835

SPECIAL USE

FCC USE ONLY

3) TOTAL AMOUNT PAID (dollars and cents)

(6) CITY

LOUISVILLE

(7) STATE

KY

(8) ZIP CODE

40223

(9) DAYTIME TELEPHONE NUMBER (include area code)

502/326-2848

(10) COUNTRY CODE (if not in U.S.A.)

(16) CITY

(17) STATE

(18) ZIP CODE

(19) DAYTIME TELEPHONE NUMBER (include area code)

(20) COUNTRY CODE (if not in U.S.A.)

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

\$0.00

(23B) FCC CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE (PTC)

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, Douglas D. Orvis II

, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE

DATE

2/25/02

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

Federal Communications Commission

Interstate Telephone Service Provider Regulatory Fee

Approved by OMB

3060-0949

This packet contains the 2002 FCC Regulatory Fee Worksheet Form 159-W and a Remittance Advice Form 159. The FCC Form 159-W worksheet below has been completed using information from your previously submitted FCC Form 499-A. If any of this information is incorrect, please enter the correct figures on the blank worksheet enclosed and recalculate your regulatory fee. If all FCC regulatory fees that you owe total less than \$10, you are **not** required to file or remit payment. Otherwise, remit the fee either with this page, or with a completed Remittance Advice Form 159 and a correct Regulatory Fee Worksheet FCC 159-W.

Attention: Filing must be received by September 25, 2002. See Public Notice.	
2134	Lightyear Telecommunications, LLC 1901 Eastpoint Pkwy. Louisville, KY 40223
If the revenue information on this page is correct, you may sign in Block (30) and submit this page in lieu of a separate Remittance Advice Form 159 and Form 159-W Regulatory Fee Worksheet	
Block (22) - Applicant TIN 04-3437435	Please Verify TIN and FRN
Block (21) - Applicant FRN - CORESID 0003-7731-16	

Block (23A) - FCC Call Sign/Other ID [Filer 499 ID] - [Fee Year] 815084-2002
Block (24A) - Payment Type Code 0272
Block (25A) - Quantity [Your regulatory fee base] \$6,631,706.00
Block (27A) - Total Fee \$10,146.51
Block (28A) - FCC CODE 1 [Interstate & Intl. end-user revenues] \$6,631,706.00
Block (29A) - FCC CODE 2 [excluded interstate end-user revenues] \$0.00

FCC Form 159-W Regulatory Fee Worksheet (based on your FCC Form 499-A filing)

1	Service provided by U.S. carriers that both originates and terminates in foreign points. FCC Form 499-A Line 412 (e)	\$0.00
2	Interstate end-user revenues from all telecommunications services. FCC Form 499-A Line 420 (d)	\$6,524,931.00
3	International end-user revenues from all telecommunications services except international-to-international. FCC Form 499-A Line 420 (e)	\$106,775.00
4	Total interstate and international end-user revenues (Sum of Lines 1, 2 and 3) Note: also enter this number on Block (28A) - "FCC Code 1".	16,631,106.00
5	End-user interstate mobile service monthly and activation charges. FCC Form 499-A Line 409 (d)	\$0.00
6	End-user international mobile service monthly and activation charges. FCC Form 499-A Line 409 (e)	\$0.00
7	End-user interstate mobile service message charges including roaming charges but excluding toll charges. FCC Form 499-A Line 410 (d)	\$0.00
8	End-user international mobile service message charges including roaming charges but excluding toll charges. FCC Form 499-A Line 410 (e)	\$0.00
9	End-user interstate satellite service. FCC Form 499-A Line 416 (d)	\$0.00
10	End-user international satellite service. FCC Form 499-A Line 416 (e)	\$0.00
11	Surcharges on mobile and satellite services identified as recovering universal service contributions and included in Line 403 (d) or 403 (e) on your FCC Form 499-A. [Note: you may not include surcharges applied to local or toll services, nor any surcharges identified as intrastate surcharges.]	\$0.00
12	Interstate and international revenues from resellers that do not contribute to USF. Form 499-A Line 511 (b)	\$0.00
13	Total excluded end-user revenues. (Sum Lines 5 through 12.) Note: also enter this number on Block (29A) - "FCC Code 2".	\$0.00
14	Total subject revenues. (Line 4 minus Line 13) Note: also enter this number on Block (25A) - "Quantity".	\$6,631,706.00
15	Interstate telephone service provider fee factor	0.00153
16	2001 Regulatory Fee (Line 14 times Line 15)* Note: also enter this number on Block (27A) - "Total Fee"	\$10,146.51
*You are exempt if you owe less than \$10 for all FCC reg. fees. If the above figures are correct, you may certify and use this page in lieu of completed Forms 159 & 159-W.		

best of my knowledge, information and belief (Signature) C. Lane (Date) 9/23/2002

☐ MasterCard ☐ Visa ☐ Discover ☐ AmEx Credit Card # _____ Expir. Date _____
I hereby authorize the FCC to charge my credit card above for the services/authorizations herein described

See Public Notice for other payment options > (Signature) _____ (Date) 1/1/2002

If the above revenue data does not correspond to your 499-A filing, please contact the Form 499 Data Collection Agent at 973 560 4460

Attention: Filing must be received by September 25, 2002. See Public Notice.

FCC FORM 159-W

July 2001

Federal Communications Commission

Interstate Telephone Service Provider Regulatory Fee

COPY

Approved by OMB

3060-0949

This packet contains the 2002 FCC Regulatory Fee Worksheet Form 159-W and a Remittance Advice Form 159. The FCC Form 159-W worksheet below has been completed using information from your previously submitted FCC Form 499-A. If any of this information is incorrect, please enter the correct figures on the blank worksheet enclosed and recalculate your regulatory fee. If all FCC regulatory fees that you owe total less than \$10, you are not required to file or remit payment. Otherwise, remit the fee either with this page, or with a completed Remittance Advice Form 159 and a correct Regulatory Fee Worksheet FCC 159-W.

2134	Lightyear Telecommunications, LLC 1901 Eastpoint Pkwy. Louisville, KY 40223
If the revenue information on this page is correct, you may sign in Block (30) and submit this page in lieu of a separate Remittance Advice Form 159 and Form 159-W Regulatory Fee Worksheet	
Block (22) - Applicant TIN 04-3437435	Please Verify TIN and FRN
Block (21) - Applicant FRN - CORESID 0003-7731-16	

Block (23A) - FCC Call Sign/Other ID [Filer 499 ID] - [Fee Year] 815084-2002
Block (24A) - Payment Type Code 0272
Block (25A) - Quantity [Your regulatory fee base] \$6,631,706.00
Block (27A) - Total Fee \$10,146.51
Block (28A) - FCC CODE 1 [Interstate & Intl. end-user revenues] \$6,631,706.00
Block (29A) - FCC CODE 2 [excluded interstate end-user revenues] \$0.00

FCC Form 159-W Regulatory Fee Worksheet (based on your FCC Form 499-A filing)

Calendar year 2001 revenue information shown in whole dollars		
1	Service provided by U.S. carriers that both originates and terminates in foreign points. FCC Form 499-A Line 412 (e)	\$0.00
2	Interstate end-user revenues from all telecommunications services. FCC Form 499-A Line 420 (d)	\$6,524,931.00
3	International end-user revenues from all telecommunications services except international-to-international. FCC Form 499-A Line 420 (e)	\$106,775.00
4	Total interstate and international end-user revenues (Sum of Lines 1, 2 and 3) Note: also enter this number on Block (28A) - "FCC Code 1".	\$6,631,706.00
5	End-user interstate mobile service monthly and activation charges. FCC Form 499-A Line 409 (d)	\$0.00
6	End-user international mobile service monthly and activation charges. FCC Form 499-A Line 409 (e)	\$0.00
7	End-user interstate mobile service message charges including roaming charges but excluding toll charges. FCC Form 499-A Line 410 (d)	\$0.00
8	End-user international mobile service message charges including roaming charges but excluding toll charges. FCC Form 499-A Line 410 (e)	\$0.00
9	End-user interstate satellite service. FCC Form 499-A Line 416 (d)	\$10.00
10	End-user international satellite service. FCC Form 499-A Line 416 (e)	\$0.00
11	Surcharges on mobile and satellite services identified as recovering universal service contributions and included in Line 403 (d) or 403 (e) on your FCC Form 499-A. [Note: you may not include surcharges applied to local or toll services, nor any surcharges identified as intrastate surcharges.]	\$0.00
12	Interstate and international revenues from resellers that do not contribute to USF. Form 499-A Line 511 (b)	\$0.00
13	Total excluded end-user revenues. (Sum Line 5 through 12.) Note: also enter this number on Block (29A) - "FCC Code 2".	\$0.00
14	Total subject revenues. (Line 4 minus Line 13) Note: also enter this number on Block (25A) - "Quantity".	\$6,631,706.00
15	Interstate telephone service provider fee factor	0.00153
16	2001 Regulatory Fee (Line 14 times Line 15)* Note: also enter this number on Block (27A) - "Total Fee"	\$10,146.51

G

(please print)

best of my knowledge, information and belief.

(Signature)

James D. Bush

(Date)

9/23/2002

☐ MasterCard ☐ Visa ☐ Discover ☐ AmEx Credit Card # _____ Expr Date _____
I hereby authorize VFC FCC to charge my credit card above for the services/authorizations herein described

<See Public Notice for other payment options> (Signature) _____

(Date)

/ / 2002

If the above revenue data does not correspond to your 499-A filing, please contact the Form 499 Data Collection Agent at 973 560 4460

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FCC FORM 159-W

July 2001

Federal Communications Commission

Interstate Telephone Service Provider Regulatory Fee

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Attention:
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1922 Lightyear Communications, Inc.
1901 Eastpoint Pkwy.
Louisville, KY 40223

If the revenue information on this page is correct, you may sign in Block (30) and submit this page in lieu of a separate Remittance Advice Form 159 and Form 159-W Regulatory Fee Worksheet

Block (22) Applicant TIN: 61-1240037
Please Verify Block (21) Applicant FRN: CORES, J
TIN and FRN: 0003-7731-32

Block (23A) - FCC Call Sign/Other ID
[Filer 499 ID] - [Fee Year]
812066-2002

Block (24A) - Payment Type Code
0272

Block (25A) - Quantity
[Your regulatory fee base]
\$82,223,454.00

Block (27A) - Total Fee
\$125,801.88

Block (28A) - FCC CODE 1
[Interstate & Intl. end-user revenues]
\$82,223,454.00

Block (29A) - FCC CODE 2
[excluded interstate end-user revenues]
\$0.00

FCC Form 159-W Regulatory Fee Worksheet (based on your FCC Form 499-A filing)

Calendar year 2001 revenue information shown in whole dollars		
1	Service provided by U.S. carriers that both originates and terminates in foreign points. FCC Form 499-A Line 412 (e)	\$0.00
2	Interstate end-user revenues from all telecommunications services. FCC Form 499-A Line 420 (d)	\$74,087,651.00
3	International end-user revenues from all telecommunications services except international-to-international. FCC Form 499-A Line 420 (e)	\$8,135,803.00
4	Total interstate and international end-user revenues (Sum of Lines 1, 2 and 3) Note: also enter this number on Block (28A) - "FCC Code 1".	\$82,223,454.00
5	End-user interstate mobile service monthly and activation charges. FCC Form 499-A Line 409 (d)	\$0.00
6	End-user international mobile service monthly and activation charges. FCC Form 499-A Line 409 (e)	\$0.00
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8	End-user international mobile service message charges including roaming charges but excluding toll charges. FCC Form 499-A Line 410 (e)	\$0.00
9	End-user interstate satellite service. FCC Form 499-A Line 416 (d)	\$0.00
10	End-user international satellite service. FCC Form 499-A Line 416 (e)	\$0.00
11	Surcharges on mobile and satellite services identified as recovering universal service contributions and surcharges applied to local or toll services, nor any surcharges identified as intrastate surcharges.	\$0.00
12	Interstate and international revenues from resellers that do not contribute to USF. Form 499-A Line 511 (b)	\$0.00
13	Total excluded end-user revenues. (Sum Lines 5 through 12.) Note: also enter this number on Block (29A) - "FCC Code 2".	10.00
14	Total subject revenues. (Line 4 minus Line 13) Note: also enter this number on Block (25A) - "Quantity".	\$82,223,454.00
15	Interstate telephone service provider fee factor	0.00153
16	2001 Regulatory Fee (Line 14 times Line 15)* Note: also enter this number on Block (27A) - "Total Fee"	\$125,801.88

e) 

See Public Notice for other payment options > (Signature) _____ (Date) ____ / ____ / 2002

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FCC FORM 159-W
July 2001

Federal Communications Commission
Interstate Telephone Service Provider Regulatory Fee

COPY

Approved by OMB
3060-0949

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1922	Lightyear Communications, Inc. 1901 Eastpoint Pkwy. Louisville, KY 40223
If the revenue information on this page is correct, you may sign in Block (30) and submit this page in lieu of a separate Remittance Advice Form 159 and Form 159-W Regulatory Fee Worksheet	
Block (22) - Applicant TIN 61-1240037	Please Verify Block (21) - Applicant FRN, CORESID TIN and FRN 0003-7731-32

Block (23A) - FCC Call Sign/Other ID [Filer 499 ID] - [Fee Year] 812066-2002
Block (24A) - Payment Type Code 0272
Block (25A) - Quantity Your regulatory fee base) \$82,223,454.00
Block (27A) - Total Fee \$125,801.88
Block (28A) - FCC CODE 1 [Interstate & Intl. end-user revenues] \$82,223,454.00
Block (29A) - FCC CODE 2 excluded interstate end-user revenues] \$0.00

FCC Form 159-W Regulatory Fee Worksheet (based on your FCC Form 499-A filing)

Calendar year 2001 revenue information shown in whole dollars	
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10	End-user international satellite service. FCC Form 499-A Line 416 (e) \$0.00
11	Surcharges on mobile and satellite services identified as recovering universal service contributions and included in Line 403 (d) or 403 (e) on your FCC Form 499-A. [Note: you may not include surcharges applied to local or toll services, nor any surcharges identified as intrastate surcharges.] \$0.00
12	Interstate and international revenues from resellers that do not contribute to USF. Form 499-A Line 511 (b) \$0.00
13	Total excluded end-user revenues. (Sum Lines 5 through 12.) Note: also enter this number on Block (29A) - "FCC Code 2". \$0.00
14	Total subject revenues. (Line 4 minus Line 13) Note: also enter this number on Block (25A) - "Quantity". \$82,223,454.00
15	Interstate telephone service provider fee factor 0.00153
16	2001 Regulatory Fee (Line 14 times Line 15)* Note: also enter this number on Block (27A) - "Total Fee" \$125,801.88

* You are exempt if you owe less than \$10 for all FCC reg. fees. If the above figures are correct, you may certify and use this page in lieu of completed Forms 159 & 159-W

Block (30) -
I, ELAINE G. Bush CERTIFY under penalty of perjury that the foregoing and supporting information is true and correct to the
(please print)

best of my knowledge, information and belief. (Signature) Elaine G. Bush (Date) 9/23/2002

☐ MasterCard ☐ Visa ☐ Discover ☐ AmEx Credit Card # _____ Expir. Date _____

I hereby authorize me FCC to charge my credit card above for me services/authorizations herein described

<See Public Notice for other payment options.> (Signature) _____ (Date) _____ / ____ / 2002